

**MARVEL
COMICS**



MAXIMUM CARNAGE™

**PART
5 OF 14**

The SPECTACULAR SPIDER-MAN

**SPIDEY
AND VENOM
TOGETHER?!**

\$1.25 US

\$1.50 CAN

201

JUN

UK 85p

APPROVED
BY THE
COMICS
CODE



AUTHORITY



**AVENGERS®
ASSEMBLE!**

A30™

**30 YEARS
1963-1993**

**THERE'S
MORE THAN
ONE WAY...**

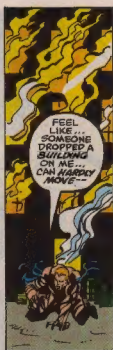
TO KILL THE CAT!

BITTEN BY A RADIOACTIVE SPIDER, STUDENT PETER PARKER GAINED THE PROPORTIONATE STRENGTH AND AGILITY OF AN ARACHNID! ARMED WITH HIS WONDROUS WEB-SHOOTERS, THE RELUCTANT SUPER HERO STRUGGLES WITH SINISTER SUPER-VILLAINS, MAKING ENDS MEET, AND MAINTAINING SOME SEMBLANCE OF A NORMAL LIFE!

Stan Lee PRESENTS: **THE SPECTACULAR SPIDER-MAN!**



THE SPECTACULAR SPIDER-MAN™ Vol. 1, No. 201, June, 1993. (ISSN #0698-1833) Published by MARVEL COMICS, Terry Stewart, President, Stan Lee, Publisher, Michael Hobson, Group Vice President, Publishing. OFFICE OF PUBLICATION: 367 PARK AVENUE SOUTH, NEW YORK, N.Y. 10018. SECOND CLASS POSTAGE PAID AT NEW YORK, NY AND AT ADDITIONAL MAILING OFFICES. Published monthly. Copyright © 1993 by Marvel Entertainment Group, Inc. All rights reserved. Price \$1.25 per copy in the U.S. and \$1.60 in Canada. Subscription rate for 12 issues: \$15.00 U.S.; Canadian subscribers must add \$8.00 for postage and GST. GST #R127032852. Foreign, \$27.00. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. This periodical may not be sold except by authorized dealers and is sold subject to the condition that it shall not be sold or distributed with any part of its cover or markings removed, nor in a mutilated condition. THE SPECTACULAR SPIDER-MAN (including all prominent characters featured in this issue and the distinctive likenesses thereof) is a trademark of MARVEL ENTERTAINMENT GROUP, INC. POSTMASTER: SEND ADDRESS CHANGES TO SPECTACULAR SPIDER-MAN, c/o MARVEL COMICS, 8TH FLOOR, 367 PARK AVENUE SOUTH, NEW YORK, N.Y. 10018. Printed in the U.S.A.





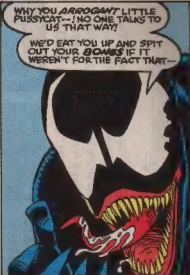


YOU'RE REALLY A PIECE OF WORK, BROCK! YOU GET MAD AT THE SPIDER FOR SAVING ME --

-- THEN WASTE TIME TRYING TO BASH HIS HEAD IN, WHILE THOSE MANIACS GET FARTHER AND FARTHER AWAY!

-- YOU'RE RIGHT!

SO LET'S GET MOVING, KIDDIES AND KITTIES!



WHY YOU ARROGANT LITTLE PUSSYCAT--! NO ONE TALKS TO US THAT WAY!

WE'D EAT YOU UP AND SPIT OUT YOUR BONES IF IT WEREN'T FOR THE FACT THAT--



FELICIA... ARE YOU UP TO THIS? ARE YOU OKAY?

I'M FINE, AND, FRANKLY, I WOULD'VE BEEN FINE--



-- WITHOUT YOUR "HELP"!

HUH?!



YOU THINK I'M SOME FRAGILE LITTLE LADY IN DISTRESS WHO NEEDS THE BIG HUNKY HERO TO COME AND SAVE ME?!

I WAS TAKING CARE OF MYSELF LONG BEFORE I MET YOU!

WELL, I--

I KNOW, BUT--

AND EVEN IF I COULDN'T HAVE GOTTEN MYSELF OUT OF THERE--



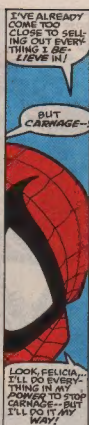
-- VENOM WAS RIGHT!

NOW WAIT A--

MY LIFE DOESN'T MEAN A TRYING WHEN YOU WEIGH IT AGAINST THE SLAUGHTER THAT COULD BE GOING ON OUT THERE RIGHT NOW!

TELL HIM AGAIN HOW WE WERE RIGHT!

THAT'S OUR FAVORITE PART!





I... REJECT YOUR TWISTED GOSPEL, CARNAGE! THE UNIVERSE IS NOTHING BUT PATTERN AND PLAN!

A PLAN VEILED FROM US BY THE SINS OF A CORRUPTED WORLD!

I THOUGHT YOU UNDERSTOOD WHAT OUR LITTLE CARNAGE CARNIVAL WAS ALL ABOUT!

I THOUGHT THAT'S WHY YOU SIGNED ON WITH THIS ROLLING THUNDER REVUE!

WHAT?!!

I... "SIGNED ON" BECAUSE MANKIND IS SINKING WITH SIN... AND IN JOINING FORCES WITH YOU, I CAN REDEEM IT... PURIFY IT... WITH FIRE AND BLOOD!

NOW I WARN YOU-- HAND ME, OR--



THAT WASN'T VERY SMART, SWEETCAKES!

SURE IT WAS... IF IT'LL STOP YOU BOTH FROM DOING SOMETHING YOU'LL REGRET LATER!

REGRET? YOU THINK I'D REGRET OFFING THIS BRIMSTONE BOZO?

CARNAGE-- TILL NOW WE'VE ALL BEEN SO ALONE... WITH OUR BURNS AND OUR SUFFERING!

BUT NOW... NOW WE'VE GOT EACH OTHER! WE CAN SHARE THE THINGS IN LIFE THAT MATTER MOST TO US--

-- LIKE TORN FLESH --

-- BROKEN BONES --

-- AND SCREAMS OF UN-BEARABLE PAIN!

YOU'VE SURE GOT A WAY WITH WORDS, BABE

INDEED. INDEED.

OUR PURPOSES DO SEEM TO INTERSECT. I WILL RESTRAIN MY RIGHTEOUS WRATH--

-- FOR NOW.



THERE HE GOES AGAIN WITH THE "PURPOSES"!!

THERE IS NO PURPOSE, YOU TWIT-- GET THAT THROUGH YOUR HOLLOW HEAD!

CARNAGE... CARNAGE... HE JUST DOESN'T UNDERSTAND! HE DOESN'T HAVE YOUR EXPERIENCE... YOUR WISDOM!

BUT WITH A TEACHER LIKE YOU... HE'LL LEARN. THINK OF HIM... THINK OF BOTH OF THEM... AS YOUR SONS.

YOU CAN MOLD THEM IN YOUR IMAGE. SHAPE THEIR CHARACTERS. LEAD THEM INTO MANHOOD. OH... THEY'LL MAKE YOU SO PROUD!

BUT, HEY-- IF DEMOGoblin AND THAT LITTLE SPIDER-GEER ARE MY KIDS... WHAT DOES THAT MAKE YOU?

USE YOUR IMAGINATION, LOVER.

YUM--!

NOW HOW WOULD MY HONEY-BUNNY LIKE A BIG GLASS OF MILK AND SOME GIRL-SCOUT COOKIES?

HUH?!

OF COURSE WE'LL HAVE TO GO KILL A FEW DOZEN GIRL-SCOUTS FIRST!

I HATE TO BAKE WITHOUT FRESH INGREDIENTS!

THAT'S MY LITTLE SHIRLEY! GOSH--

--YOU'VE JUST GOTTA LOVE'ER!

WELL... WHEN YOU PUT IT LIKE THAT...!

... PETER -- ARE YOU SURE YOU'RE ALL RIGHT? YOU KEEP WINCING-- LIKE YOU'RE IN PAIN.

HA-HA-HA-HA-HA!



NOTHING LIKE THAT. IT'S JUST... WELL, I'M IN A REAL MESS-- AND I DON'T KNOW WHAT TO DO, WHERE TO TURN.

YOU KNEW WHERE TO TURN, YOU CAME HERE.

I GUESS, BUT-- AUNT MAY... I... I CAN'T EVEN TELL YOU ABOUT IT, I DON'T MEAN TO BE RUDE OR ANYTHING, BUT-- IT'S JUST-- IT'S PERSONAL.

I'M SORRY.

OK, PLEASE! I'M NOT GOING TO WORRY ABOUT MY FEELINGS BEING HURT WHEN YOU'RE IN TROUBLE--!

BUT IF YOU CAN'T TALK TO ME... WHAT ABOUT MARY JANE? YOU KNOW, SHE WAS JUST HERE A LITTLE WHILE AGO AND--

PETER-- SHE'S NOT THE PROBLEM, IS SHE?

UNFORTUNATELY... IT'S A LOT BIGGER THAN THAT.

IF ONLY YOUR UNCLE BEN WAS STILL HERE-- HE ALWAYS KNEW HOW TO HELP YOU WITH YOUR TROUBLES... WITHOUT YOU EVEN REALIZING HE WAS DOING IT.

YEAH... I USED TO THINK I WAS FIGURING THINGS OUT FOR MYSELF... THEN WEEKS LATER, I'D REALIZE IT WAS ALL BEN'S DOING.

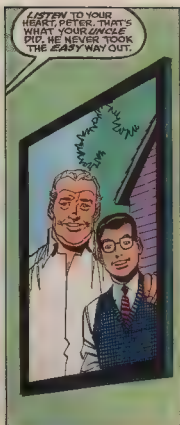
HE WAS SUCH A GREAT GUY. I LOVED HIM... TRUSTED HIM... SO MUCH. HE WAS LIKE A FATHER AND A BEST FRIEND... ROLLED INTO ONE.

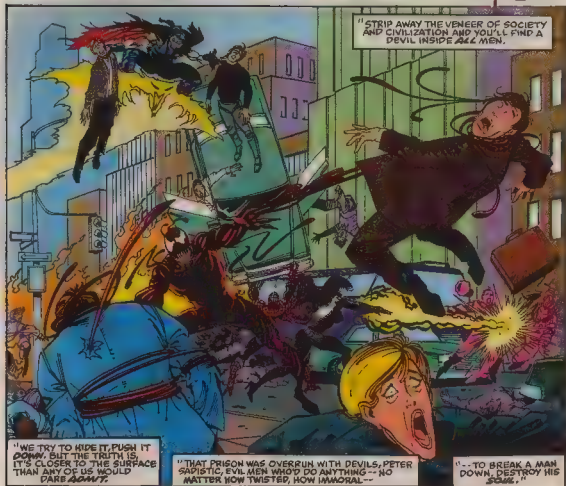
I DON'T THINK HE EVER STEERED ME WRONG.

YOU NEVER STEERED ME WRONG EITHER, AUNT MAY. THE BOTH OF YOU RAISED ME TO ALWAYS DO WHAT'S RIGHT-- WHAT'S DECENT--

--NO MATTER WHAT ANYONE ELSE MIGHT THINK OR SAY.



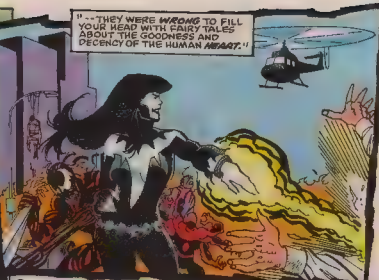




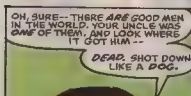


LOOK-- IF THIS IS TOO PAINFUL FOR YOU-- YOU DON'T HAVE TO--

NO, YOU NEED TO HEAR THIS. HOWEVER WELL-INTENTIONED BEN AND MAY WERE--

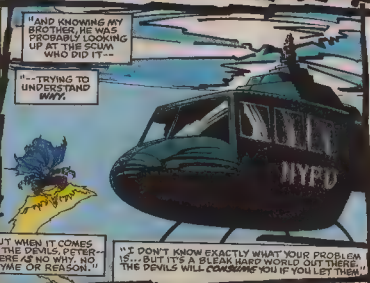


"--THEY WERE WRONG TO FILL YOUR HEAD WITH FAIRY TALES ABOUT THE GOODNESS AND DECENCY OF THE HUMAN RACE."



OH, SURE-- THERE ARE GOOD MEN IN THE WORLD. YOUR UNCLE WAS ONE OF THEM. AND LOOK WHERE IT GOT HIM--

DEAD. SHOT DOWN LIKE A DOG.



"AND KNOWING MY BROTHER, HE WAS PROBABLY LOOKING UP AT THE SCUM WHO DID IT--

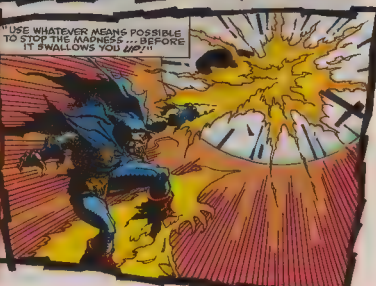
"--TRYING TO UNDERSTAND WHY.

"BUT WHEN IT COMES TO THE DEVILS, PETER-- THERE IS NO WHY. NO RHYME OR REASON."

"I DON'T KNOW EXACTLY WHAT YOUR PROBLEM IS... BUT IT'S A BLEAK HARD WORLD OUT THERE. THE DEVILS WILL CONSUME YOU IF YOU LET THEM."

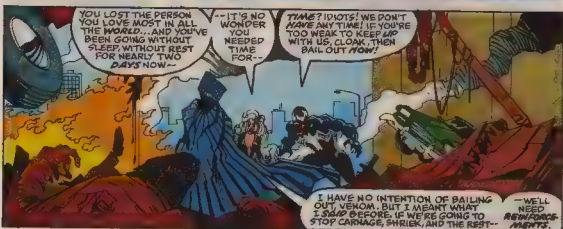


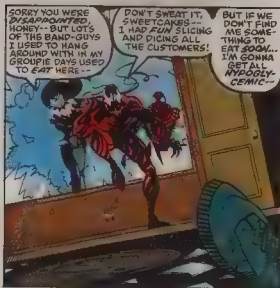
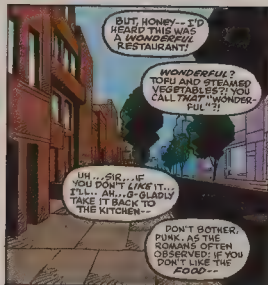
THAT'S WHY YOU'VE GOT TO FIGHT FIRE WITH FIRE!

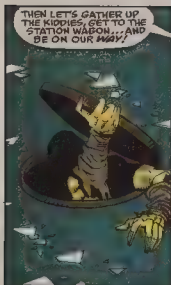


"USE WHATEVER MEANS POSSIBLE TO STOP THE MADNESS... BEFORE IT SWALLOWS YOU UP!"















A full-page comic book illustration of Spider-Man. He is shown from the waist up, standing with his legs apart and arms raised in a powerful, heroic pose. He is wearing his classic red and blue suit with a black spider emblem on the chest. The background is a dramatic sky filled with large, stylized flames in shades of yellow, orange, and red. In the upper left corner, there is a speech bubble. In the upper right corner, there is a larger speech bubble. At the bottom center, there is a speech bubble. In the bottom right corner, there is a blue rectangular box with white text.

OKAY! YOU
WANNA **ACT**
LIKE DEVILS--
THEN I'LL **TREAT**
YOU LIKE DEVILS!

I'M **TIRE**D OF ALWAYS
HOLDING BACK... BEING
CAUTIOUS... TRYING SO
HARD TO DRAW A **MORAL**
LINE THAT NO ONE EVEN
SEES ANYMORE.

FROM HERE ON IN--
I'LL DO **WHATEVER** IT
TAKES TO KEEP THIS
CITY FROM GOING
DOWN IN FLAMES!
DO YOU **HEAR** ME?
FROM THIS MOMENT
ON--

--YOU'LL GET
NO MERCY
FROM SPIDER-
MAN!!

To be continued--
IN THE PAGES OF
WEB OF SPIDER-MAN
#102!